

United States Bankruptcy Court
Eastern District of Virginia

In re **G.B.S. Holding, Ltd.**

Debtor(s)

Case No. **11-33708**Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$44,470,000.00		
B - Personal Property	Yes	4	\$13,295,160.92		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	3		\$22,686,767.40	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		\$182,740.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	3		\$490,107.61	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	Yes	1			\$N/A
J - Current Expenditures of Individual Debtor(s)	Yes	1			\$N/A
TOTAL		18	\$57,765,160.92	\$23,359,615.01	

United States Bankruptcy Court
Eastern District of Virginia

In re **G.B.S. Holding, Ltd.**

Debtor(s)

Case No. **11-33708**Chapter **11**

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

☒ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	\$
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	\$
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	\$
Student Loan Obligations (from Schedule F)	\$
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	\$
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	\$
TOTAL	\$

State the following:

Average Income (from Schedule I, Line 16)	\$
Average Expenses (from Schedule J, Line 18)	\$
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	\$

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		\$
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column.	\$	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		\$
4. Total from Schedule F		\$
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		\$

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
Land and improvements at 921 and 1201 Old Hundred Road, Midlothian, Virginia 23112	-	-	7,800,000.00	6,000,000.00
Land and improvements at Parcel 1 of 1301 Otterdale Road, Midlothian, Virginia 23112	-	-	9,800,000.00	5,486,305.54
Land and improvements at 1132, 1222, 16407, 16408, 16410, 16301 and 16300 Old Hundred Road	-	-	12,220,000.00	5,232,248.28
Land and improvements at 2301 Old Hundred Road, Midlothian, Virginia 23112	-	-	5,340,000.00	731,504.12
Land and improvements at 701, 731, 809 and 901 Old Hundred Road, Midlothian, Virginia 23112	-	-	4,200,000.00	2,608,692.39
Land and improvements at 2041 and 2131 Old Hundred Road, Midlothian, Virginia 23112	-	-	1,000,000.00	400,000.00
Land and improvements at 807 and 815 Old Hundred Road	-	-	290,000.00	219,726.67
Land and improvements at 1501 and 1503 Otterdale Road, Midlothian, Virginia 23112	-	-	250,000.00	0.00
Land and improvements at Parcel 2 of 1301 Otterdale Road, Midlothian, Virginia 23112	-	-	3,570,000.00	1,977,059.40

Sub-Total > **44,470,000.00** (Total of this page)Total > **44,470,000.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property."

If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Account at Central Virginia Bank	-	46.64
		Account at Paragon Commercial Bank	-	56.85
		Account at First Capital Bank	-	113.94
		Account at Essex Bank	-	342.13
		Account at Village Bank	-	2,434.70
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			

Sub-Total > **2,994.26**
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.		10% interest in Riverton Associates, LLC	-	100,000.00
		50% interest in Roseland Village, LLC	-	10,628,439.07
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Amount due from Riverton Associates, LLC	-	291,542.54
		Amount due from Hallsboro Development Corporation	-	94,986.30
		Amount due from GB Sowers, Jr. & Associates, Inc.	-	723,136.41
		Amount due from Roseland Realty Company	-	56,420.80
		Amount due from Roseland Village, LLC	-	1,128,430.11
		Amount due from Roseland Development Corporation	-	1,385.00
		Amount due from George B. Sowers, III	-	103,980.30
		Amount due from Roseland Community Association	-	1,385.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			

Sub-Total > **13,129,705.53**
(Total of this page)

Sheet **1** of **3** continuation sheets attached
to the Schedule of Personal Property

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		2000 Chevrolet Suburban	-	5,000.00
		1999 Ford F150	-	1,000.00
		2009 Chevrolet K1700 Suburban	-	34,000.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Equipment, furnishings and supplies at 3736 Winterfield Road, Suite 200, Midlothian, Virginia 23113	-	22,461.13
29. Machinery, fixtures, equipment, and supplies used in business.	X			

Sub-Total > **62,461.13**
(Total of this page)

Sheet 2 of 3 continuation sheets attached
to the Schedule of Personal Property

In re **G.B.S. Holding, Ltd.**

Case No. **11-33708**

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		Hallsley House model home furnishings (located at Hallsley House, 1700 Bedwyn Lane, Midlothian, Virginia 23112)	-	100,000.00

Debtor(s)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:

(Check one box)

☐ 11 U.S.C. §522(b)(2)☒ 11 U.S.C. §522(b)(3)☐ Check if debtor claims a homestead exemption that exceeds \$146,450.*

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
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NOT APPLICABLE

Total:

0.00**0.00**

*Amount subject to adjustment on 4/1/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

Schedule of Property Claimed as Exempt consists of 1 total page(s)

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. xxxxxxx6593			Purchase Money Security					
Ally Post Office Box 380902 Minneapolis, MN 55438		-	2009 Chevrolet K1700 Suburban					
			Value \$ 34,000.00				31,231.00	0.00
Account No.			Mortgage					
Bank of Essex Post Office Box 965 Tappahannock, VA 22560		X -	Land and improvements at Parcel 1 of 1301 Otterdale Road, Midlothian, Virginia 23112					
			Value \$ 9,800,000.00				5,486,305.54	0.00
Account No.			Mortgage					
Bank of Essex Post Office Box 965 Tappahannock, VA 22560		X -	Land and improvements at 807 and 815 Old Hundred Road					
			Value \$ 290,000.00				219,726.67	0.00
Account No.			Mortgage					
Central Virginia Bank Post Office Box 39 Powhatan, VA 23139		X -	Land and improvements at 921 and 1201 Old Hundred Road, Midlothian, Virginia 23112					
			Value \$ 7,800,000.00				6,000,000.00	0.00
Subtotal (Total of this page)							11,737,263.21	0.00

2 continuation sheets attached

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E	D E B T O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.				Mortgage					
Donese Smith 7709 Millcreek Drive Richmond, VA 23235	X	-		Land and improvements at 2041 and 2131 Old Hundred Road, Midlothian, Virginia 23112					
				Value \$ 1,000,000.00				400,000.00	0.00
Account No.				Mortgage					
Franklin Federal Savings Bank 4501 Cox Road Glen Allen, VA 23060	X	-		Land and improvements at 1132, 1222, 16407, 16408, 16410, 16301 and 16300 Old Hundred Road					
				Value \$ 12,220,000.00				5,232,248.28	0.00
Account No.				Mortgage					
Paragon Commercial Bank 3535 Glenwood Avenue Raleigh, NC 27612	X	-		Land and improvements at Parcel 2 of 1301 Otterdale Road, Midlothian, Virginia 23112					
				Value \$ 3,570,000.00				1,977,059.40	0.00
Account No.				Land and improvements at 701, 731, 809 and 901 Old Hundred Road, Midlothian, Virginia 23112					
Paul Kessler 302 Rexmoor Terrace Richmond, VA 23236	X	-							
				Value \$ 4,200,000.00				850,000.00	0.00
Account No.				Mortgage					
Virginia Commonwealth Bank P.O. Box 1777 Petersburg, VA 23805-0777	X	-		Land and improvements at 701, 731, 809 and 901 Old Hundred Road, Midlothian, Virginia 23112					
				Value \$ 4,200,000.00				1,758,692.39	0.00
Subtotal								10,218,000.07	0.00
(Total of this page)									

Sheet **1** of **2** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E	D E B T O R	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			Mortgage					
Walter Styles Bloomfield Farm 3607 Cox Road Wilsons, VA 23894	X	-	Land and improvements at 2301 Old Hundred Road, Midlothian, Virginia 23112					
			Value \$ 5,340,000.00				731,504.12	0.00
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							731,504.12	0.00
Total (Report on Summary of Schedules)							22,686,767.40	0.00

Sheet **2** of **2** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re **G.B.S. Holding, Ltd.**

Case No. **11-33708**

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Taxes and Certain Other Debts
Owed to Governmental Units

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	TYPE OF PRIORITY			AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
					C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D		AMOUNT ENTITLED TO PRIORITY
Account No.									
Chesterfield County Treasurer P.O. Box 26585 Richmond, VA 23285		-						0.00	
							182,740.00	182,740.00	
Account No.									
Account No.									
Account No.									
Account No.									
Subtotal (Total of this page)								182,740.00	0.00 182,740.00
Total (Report on Summary of Schedules)								182,740.00	0.00 182,740.00

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. xA795 AFLAC ATTN Remittance Processing Svc 1932 Wynnnton Road Columbus, GA 31999-0797	-					77.70
Account No. Anthem Healthkeepers P.O. Box 26623 Richmond, VA 23261	-					5,101.81
Account No. xxxxxx-T003 Anthem Southast Dental Post Office Box 758987 Baltimore, MD 21275-8987	-					537.68
Account No. FloranceGordonBrown 1900 One James Center 901 East Cary Street Richmond, VA 23219	-					1,830.00
Subtotal (Total of this page)						7,547.19

2 continuation sheets attached

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Accured salary, working capital credit line				
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	-					395,295.00
Account No.		Accounting services				
Keiter Stephens Hurst Gary & Shreaves, P.C. P.O. Box 32066 Henrico, VA 23294	-					8,141.77
Account No.		Legal fees				
MGMLAW 1802 Bayberry Court, Suite 200 Richmond, VA 23226	-					3,568.00
Account No. 0687		Lawn service				
Perfect Lawncare 2364 Judes Ferry Road Powhatan, VA 23139	-					1,160.00
Account No.		Accrued salary				
R. Christian Sowers 1900 Bedwyn Lane Midlothian, VA 23112	-					27,692.00
Sheet no. <u>1</u> of <u>2</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						435,856.77

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Insurance premiums				
Thurman Cash Insurance Agency Post Office Box 35601 Richmond, VA 23235	-					15,256.00
Account No. x4097		Engineering services				
Timmons Group, Inc. 1001 Boulders Pkwy, #300 Richmond, VA 23225	-					5,607.10
Account No. xxxx0020		Engineering services				
Towne's Engineering 9850 Lori Road, Suite 201 Chesterfield, VA 23832	-					25,840.55
Account No.						
Account No.						
Sheet no. 2 of 2 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						46,703.65
						Total (Report on Summary of Schedules)
						490,107.61

In re **G.B.S. Holding, Ltd.**

Case No. **11-33708**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Cobb Technologies 8827 Staples Mill Road Henrico, VA 23228	Copier lease; expires 10-24-11
Riverton Associates, LLC 3736 Winterfield Road Suite 200 Midlothian, VA 23113	Office space lease; expires 2018

In re **G.B.S. Holding, Ltd.**Case No. **11-33708**

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	Bank of Essex Post Office Box 965 Tappahannock, VA 22560
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	Bank of Essex Post Office Box 965 Tappahannock, VA 22560
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	Central Virginia Bank Post Office Box 39 Powhatan, VA 23139
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	Donese Smith 7709 Millcreek Drive Richmond, VA 23235
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	Franklin Federal Savings Bank 4501 Cox Road Glen Allen, VA 23060
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	Paragon Commercial Bank 3535 Glenwood Avenue Raleigh, NC 27612
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	Paul Kessler 302 Rexmoor Terrace Richmond, VA 23236
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	Virginia Commonwealth Bank P.O. Box 1777 Petersburg, VA 23805-0777
George B. Sowers, Jr. 2001 Oakengate Lane Midlothian, VA 23113	Walter Styles Bloomfield Farm 3607 Cox Road Wilsons, VA 23894

In re **G.B.S. Holding, Ltd.**Case No. **11-33708-DOT**

Debtor(s)

SCHEDULE I - CURRENT INCOME OF INDIVIDUAL DEBTOR(S)

NOT APPLICABLE

The column labeled "Spouse" must be completed in all cases filed by joint debtors and by every married debtor, whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. Do not state the name of any minor child. The average monthly income calculated on this form may differ from the current monthly income calculated on Form 22A, 22B, or 22C.

Debtor's Marital Status:	DEPENDENTS OF DEBTOR AND SPOUSE	
	RELATIONSHIP(S): None.	AGE(S):
Employment:	DEBTOR	SPOUSE
Occupation		
Name of Employer		
How long employed		
Address of Employer		

INCOME: (Estimate of average or projected monthly income at time case filed)

1. Monthly gross wages, salary, and commissions (Prorate if not paid monthly)

	DEBTOR	SPOUSE
1. Monthly gross wages, salary, and commissions (Prorate if not paid monthly)	\$ 0.00	\$ N/A
2. Estimate monthly overtime	\$ 0.00	\$ N/A

3. SUBTOTAL

	\$ 0.00	\$ N/A
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4. LESS PAYROLL DEDUCTIONS

a. Payroll taxes and social security

b. Insurance

c. Union dues

d. Other (Specify):

a. Payroll taxes and social security	\$ 0.00	\$ N/A
b. Insurance	\$ 0.00	\$ N/A
c. Union dues	\$ 0.00	\$ N/A
d. Other (Specify):	\$ 0.00	\$ N/A
	\$ 0.00	\$ N/A

5. SUBTOTAL OF PAYROLL DEDUCTIONS

	\$ 0.00	\$ N/A
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6. TOTAL NET MONTHLY TAKE HOME PAY

	\$ 0.00	\$ N/A
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7. Regular income from operation of business or profession or farm (Attach detailed statement)

8. Income from real property

9. Interest and dividends

10. Alimony, maintenance or support payments payable to the debtor for the debtor's use or that of dependents listed above

11. Social security or government assistance

(Specify):

7. Regular income from operation of business or profession or farm (Attach detailed statement)	\$ 0.00	\$ N/A
8. Income from real property	\$ 0.00	\$ N/A
9. Interest and dividends	\$ 0.00	\$ N/A
10. Alimony, maintenance or support payments payable to the debtor for the debtor's use or that of dependents listed above	\$ 0.00	\$ N/A
11. Social security or government assistance	\$ 0.00	\$ N/A
(Specify):	\$ 0.00	\$ N/A
	\$ 0.00	\$ N/A
12. Pension or retirement income	\$ 0.00	\$ N/A
13. Other monthly income	\$ 0.00	\$ N/A
(Specify):	\$ 0.00	\$ N/A
	\$ 0.00	\$ N/A

14. SUBTOTAL OF LINES 7 THROUGH 13

	\$ 0.00	\$ N/A
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15. AVERAGE MONTHLY INCOME (Add amounts shown on lines 6 and 14)

	\$ 0.00	\$ N/A
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16. COMBINED AVERAGE MONTHLY INCOME: (Combine column totals from line 15)

	\$ 0.00	
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(Report also on Summary of Schedules and, if applicable, on
Statistical Summary of Certain Liabilities and Related Data)

17. Describe any increase or decrease in income reasonably anticipated to occur within the year following the filing of this document:

1. Rent or home mortgage payment (include lot rented for mobile home)		\$	0.00
a. Are real estate taxes included?	Yes _____ No <u>X</u>		
b. Is property insurance included?	Yes _____ No <u>X</u>		
2. Utilities:		\$	0.00
a. Electricity and heating fuel		\$	0.00
b. Water and sewer		\$	0.00
c. Telephone		\$	0.00
d. Other _____		\$	0.00
3. Home maintenance (repairs and upkeep)		\$	0.00
4. Food		\$	0.00
5. Clothing		\$	0.00
6. Laundry and dry cleaning		\$	0.00
7. Medical and dental expenses		\$	0.00
8. Transportation (not including car payments)		\$	0.00
9. Recreation, clubs and entertainment, newspapers, magazines, etc.		\$	0.00
10. Charitable contributions		\$	0.00
11. Insurance (not deducted from wages or included in home mortgage payments)			
a. Homeowner's or renter's		\$	0.00
b. Life		\$	0.00
c. Health		\$	0.00
d. Auto		\$	0.00
e. Other _____		\$	0.00
12. Taxes (not deducted from wages or included in home mortgage payments) (Specify) _____		\$	0.00
13. Installment payments: (In chapter 11, 12, and 13 cases, do not list payments to be included in the plan)			
a. Auto		\$	0.00
b. Other _____		\$	0.00
c. Other _____		\$	0.00
14. Alimony, maintenance, and support paid to others		\$	0.00
15. Payments for support of additional dependents not living at your home		\$	0.00
16. Regular expenses from operation of business, profession, or farm (attach detailed statement)		\$	0.00
17. Other _____		\$	0.00
Other _____		\$	0.00
18. AVERAGE MONTHLY EXPENSES (Total lines 1-17. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)		\$	0.00
19. Describe any increase or decrease in expenditures reasonably anticipated to occur within the year following the filing of this document:			
<hr/>			
20. STATEMENT OF MONTHLY NET INCOME			
a. Average monthly income from Line 15 of Schedule I		\$	0.00
b. Average monthly expenses from Line 18 above		\$	0.00
c. Monthly net income (a. minus b.)		\$	0.00

**United States Bankruptcy Court
Eastern District of Virginia**

In re **G.B.S. Holding, Ltd.**

Debtor(s)

Case No. **11-33708**

Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **20** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **June 10, 2011**

Signature **/s/ George B. Sowers, Jr.**

George B. Sowers, Jr.
President

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.